SEC

SECURITIES A	ND EXCHANGE (COMMISSION
	Washington, D.C. 20549	
	FORM 8-K	
	CURRENT REPORT	
	ANT TO SECTION 13 OR 15 URITIES EXCHANGE ACT	
May 1	7, 2004 (Date of earliest event repor	ted)
	Commission file number: 0-23329	
	rles & Colvard, I	
North Carolina (State or other jurisdiction of		56-1928817 (I.R.S. Employer
incorporation or organization)		Identification No.)

3800 Gateway Boulevard, Suite 310

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Morrisville, North Carolina 27560

 $(Address\ of\ principal\ executive\ offices)$

(Zip code)

(919) 468-0399

(Registrant s telephone number, including area code)

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Item 9. Regulation FD Disclosure

On May 17, 2004, Charles & Colvard, Ltd. (the Company) issued a press release announcing that its Board of Directors has approved a written stock repurchase agreement with Raymond James & Associates, Inc., to provide for the repurchase of certain amounts of the Company s stock in accordance with Rules 10b5-1 and 10b5-18 of the Securities and Exchange Act of 1934. A copy of this press release is attached as Exhibit 99.1.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Charles & Colvard, Ltd.

By: /s/ James R. Braun

James R. Braun Vice President of Finance and Chief Financial Officer

Date: May 17, 2004